

# TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 936.

FILED, JUNE 27th. 1963.

## COMBINED METAL MINES LIMITED

Full corporate name of Company

Incorporated under the Companies Act of Ontario, by Letters Patent dated March 1st, 1939; Supplementary Letters Patent dated November 20th, 1952 and June 25th, 1958.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953

(Ontario) by Letters Patent dated May 1st, 1957).

## FILING STATEMENT

Reference is made to previous

Filing Statement No. 652.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	<u>COMBINED METAL MINES LIMITED</u> , hereinafter referred to as the "Company", proposes to make material changes in its affairs as hereinafter set forth and specifically referred to as follows:  a) Underwriting and Option Agreement - refer to Item 6 hereof; and,  b) the purchase of additional shares of Atlantic Coast Copper Corporation Limited - refer to Item 20 hereof; and,  c) option to purchase 21 Mining Claims - refer to Item 11 hereof.		
2. Head office address and any other office address.	Suite 908, 330 Bay Street, Toronto, Ontario.		
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<u>M. J. Boylen,</u>  <u>David W. Gordon,</u>  <u>Robert J. Isaacs,</u>  <u>Cecil S. Kennedy,</u>  <u>Gordon L. Moore,</u>  <u>Charles B. Brannigan,</u>	35 Kingsway Cresc., TORONTO, Ontario. 51 Alexander Street, TORONTO, Ontario. 419 The Kingsway, TORONTO, Ontario. 575 Avenue Road, TORONTO, Ontario. 60 Rivercote Drive, ISLINGTON, Ontario. 40 Elvaston Drive, TORONTO, Ontario	Prospector & Mining Executive <u>PRESIDENT AND DIRECTOR</u> Professional Secretary. <u>VICE-PRESIDENT &amp; DIRECTOR</u> Professional Engineer. <u>DIRECTOR &amp; GEN. MANAGER</u> Mining Executive. <u>DIRECTOR</u> Mining Executive, <u>DIRECTOR &amp; SECRETARY-TREASURER</u> Mining Accountant. <u>ASSISTANT SECRETARY</u>
4. Share capitalization showing authorized and issued and outstanding capital.	<u>CAPITAL STOCK:</u>  Authorized:- 3,500,000 shares (Common) without nominal or par value.  Issued: - 2,000,004 shares.		
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None authorized or outstanding.		
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	Dobieco Limited has agreed to underwrite, by firm commitment, 200,000 shares of the Capital Stock of the Company at the price of Twenty (20¢) cents per share, to be taken up and paid for forthwith upon acceptance for filing of the Company's filing statement relative thereto by the Toronto Stock Exchange and, in consideration therefor the Company has granted unto Dobieco Limited an option to purchase an additional 600,000 shares of the Company at the price of Twenty (20¢) cents, Twenty Five (25¢) cents and Thirty (30¢) cents per share, in three instalments exercisable in whole or in part as follows:  200,000 shares at Twenty (20¢) cents per share on or before Sixty (60) days from date of acceptance for filing of the Company's filing statement as aforementioned;;  200,000 shares at Twenty-Five (25¢) cents per share on or before One Hundred and Twenty days as aforementioned;; and,  200,000 shares at Thirty (30¢) cents per share on or before One Hundred and Eighty (180) days as aforementioned.		
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Dobieco Limited, an affiliated company of Draper, Dobie & Co. Limited, with offices at Suite 503, 25 Adelaide Street West, Toronto, Ontario, will have a Fifty (50%) percent interest in the shares of the Company to be underwritten and optioned as herein set forth. Dobieco Limited is a registered security dealer. The following are Officers and Directors of Dobieco Limited: H.W. Knight, Chairman and Director; H.W. Knight, Jr., President and Director; George W. Gooderham, Vice-President and Chairman. Lanson Holdings Limited, a private Company wholly owned by Mr. M.J. Boylen, with its offices at Suite 903, 330 Bay Street, Toronto, Ontario, will have the remaining Fifty (50%) percent interest in the said shares to be underwritten and optioned.  No assignment of the said shares is proposed or contemplated.		

JUL 9 1963



8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	No cash or securities of the Company will be paid to a promoter or finder in connection with the proposed underwriting and option.												
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company's development plans as presently recommended for 1963, are as follows:</p> <p>a) <u>New Brunswick Mining License</u> A complete gravity survey of the area, to be followed by diamond drilling if warranted.</p> <p>b) <u>Duncan Lake, Quebec.</u> Line cutting, chaining, magnetometer surveying, electro-magnetic surveying, possible gravity check work and prospecting of the area.</p> <p>c) <u>Cape Breton County, Nova Scotia. (Option)</u> Geophysical check work and 2,500 feet of diamond drilling on the 21 Mining Claims held under option by the Company.</p> <p>It is estimated that a total of \$5,000 will be expended on the New Brunswick Mining License; and an additional \$5,000 for the work recommended on the Duncan Lake property, and that an additional \$15,000 will be expended on the Cape Breton County option including payment for the first option instalment of \$1,500.</p> <p>Monies arising from the sale of treasury shares of the Company will be used in payment for the foregoing, for the purchase of 11,239 shares of the capital stock of Atlantic Coast Copper Corporation Limited and for general administrative expenditures.</p>												
10. Brief statement of company's chief development work during past year.	Geological mapping and prospecting performed on Lac Romanet Mining Claims during 1962.												
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	<p>The Company proposes to enter into an Option Agreement wherein J. Coady Marsh of 125 Main Street, Glace Bay, Nova Scotia, grants unto the Company an Option, irrevocable within the time limited for acceptance, to purchase a group of 21 Mining Claims located in Cape Breton County, Cape Breton Island, Nova Scotia. The consideration to be paid by the Company is as follows:</p> <p>a) A payment of \$1,500.00 forthwith on date of acceptance for filing of the Company's notice relative thereto by the Toronto Stock Exchange; and,</p> <p>b) a payment of \$2,500.00 on or before December 10th, 1963; and,</p> <p>c) a payment of \$5,000.00 on or before June 10th, 1964; and,</p> <p>d) a payment of \$7,500.00 on or before December 10th, 1964; and,</p> <p>e) a payment of \$8,500.00 on or before June 10th, 1965.</p> <p>Provided the Company elects to exercise its option and purchase the said claims, a further consideration is required, consisting of 150,000 shares of Vendor stock in a Mining Company incorporated under the laws of the Province of Ontario, either formed or to be formed within three months of the final option instalment payment, the said shares to be made subject to all escrow requirements of the Ontario Securities Commission and/or the Toronto Stock Exchange.</p> <p>The aforementioned Option may be cancelled and terminated by the Company upon 30 days notice being given before any of the interim payment dates aforesaid.</p>												
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Mr. J. Coady Marsh, of 125 Main Street, Glace Bay, Nova Scotia, will receive a greater than 5% interest in the cash consideration referred to in Item 11 hereof and, in the share consideration provided the said option is exercised by the Company. The Company is not informed as to the name of any other participant												
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	90,000 shares of the capital stock of the Company are held in escrow at the offices of Guaranty Trust Company of Canada, 366 Bay Street, Toronto, Ontario. The said shares are subject to release, transfer, hypothecation or other alienations only upon the written consent of the Toronto Stock Exchange and the Board of Directors of the Company.												
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<p>The following hold a greater than 5% interest in the escrowed shares of the Company referred to in Item 13 hereof:</p> <table> <thead> <tr> <th></th><th>No. of Shares</th></tr> </thead> <tbody> <tr> <td><u>Lanson Holdings Limited</u> Suite 903, 330 Bay Street, Toronto, Ontario.</td><td>45,000</td></tr> <tr> <td><u>William Leamy</u> P.O. Box 577, Noranda, Quebec.</td><td>11,700</td></tr> <tr> <td><u>Gaston Dumas</u> Amos, Quebec.</td><td>10,000</td></tr> <tr> <td><u>Paul Vallieres</u> Amos, Quebec.</td><td>10,000</td></tr> <tr> <td><u>Claud McGuire</u> Amos, Quebec.</td><td>13,300</td></tr> </tbody> </table>		No. of Shares	<u>Lanson Holdings Limited</u> Suite 903, 330 Bay Street, Toronto, Ontario.	45,000	<u>William Leamy</u> P.O. Box 577, Noranda, Quebec.	11,700	<u>Gaston Dumas</u> Amos, Quebec.	10,000	<u>Paul Vallieres</u> Amos, Quebec.	10,000	<u>Claud McGuire</u> Amos, Quebec.	13,300
	No. of Shares												
<u>Lanson Holdings Limited</u> Suite 903, 330 Bay Street, Toronto, Ontario.	45,000												
<u>William Leamy</u> P.O. Box 577, Noranda, Quebec.	11,700												
<u>Gaston Dumas</u> Amos, Quebec.	10,000												
<u>Paul Vallieres</u> Amos, Quebec.	10,000												
<u>Claud McGuire</u> Amos, Quebec.	13,300												



FINANCIAL STATEMENTS

COMBINED METAL MINES LIMITED

BALANCE SHEET AS AT MAY 31st, 1963

ASSETS

Current:	
Bank	813.44
Accounts receivable	
Less: Allowance for doubtful accounts	713.44
Marketable Securities - at cost	
(Quoted market price \$492,510.69)	
Other Investments - at cost	
Mining Properties - at cost	

Land held under mining license 850A in the Parish of Bathurst, County of Gloucester, Province of New Brunswick, comprising 1,250 acres

16 claims in the Township of McGarry, Province of Ontario

25 claims in the Eastman Region, New Quebec Territory

47 claims in the Indian House Region, New Quebec Territory

Deferred:  
Mine development and administrative expenses

\$	\$
6.48	
100.00	106.48
	344,503.98
	2,512.00

LIABILITIES

Current:	\$
Accounts payable and accrued charges	260.00
Other liabilities:	
Ontario-Prospectors' Trust	300.00
	560.00

SHAREHOLDERS' EQUITY

Capital Stock:

Authorized: 3,500,000 shares of no par value

Issued: 2,000,004 shares 1,462,367.50

Deficit Account:

Balance - April 1st, 1962 683,120.76

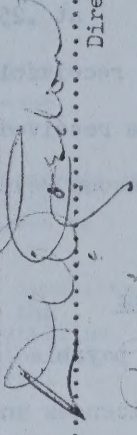
Add: Mining claims abandoned 2,500.00


Exploration expenses on claims abandoned 941.23

686,561.99

775,805.51

APPROVED ON BEHALF OF THE BOARD:

 Director

 Director

776,365.51

COMBINED METAL MINES LIMITED

SOURCE AND APPLICATION OF FUNDS FOR THE PERIOD

APRIL 1st, 1962 to MAY 31st, 1963

Bank Balance - April 1st, 1962 \$ 45,386.12

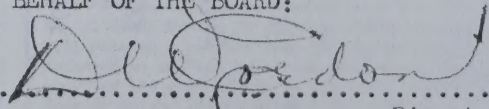
Source:

Sale of 100,000 shares of Capital Stock at .25¢ per share	25,000.00	
Accounts receivable	147.18	
Dividends received	160.00	
Miscellaneous revenue - Rentals	<u>265.00</u>	<u>25,572.18</u>
		\$ 70,958.30

Application:

Accounts payable	607.50	
Mining licenses and fees	486.86	
Property taxes	727.52	
Surface exploration	1,945.46	
Administrative expense	5,532.98	
Renewal of Mining License 850A - N.B.	3,905.00	
Purchase of 57,100 shares of Atlantic Coast Copper Corporation Limited	<u>57,746.50</u>	<u>\$ 70,951.82</u>
Bank Balance - May 31st, 1963		\$ 6.48

APPROVED ON BEHALF OF THE BOARD:

.....  .....  
Director

.....  .....  
Director

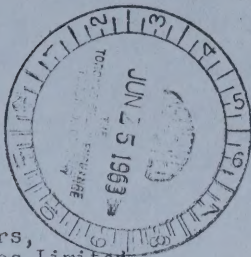


# ENGINEER'S REPORT

O. A. SEEBER

41 Abilene Drive  
Islington, Ontario, Canada.

June 24th, 1963.



The President  
and Directors,  
Combined Metal Mines Limited,  
Suite 908, 330 Bay Street,  
Toronto, Ontario.

Reference: Project 453 - Option to purchase  
21 Mining claims in Cape Breton County,  
Nova Scotia.

Gentlemen:

On Monday, May 27, 1963 I examined the Cape Breton property of Mr. J.C. Marsh of 125 Main Street, Glace Bay, N.S. It is located about 25 miles southwest of Sydney, N.S. and is readily reached by car.

While no rock outcrops were discernible within the immediate vicinity of an old mine shaft, put down reportedly in 1903, the dump material indicated that the shaft had been sunk in crystalline limestone well mineralized with sphalerite, a sulphide of zinc and galena, a sulphide of lead. Assays of samples of this material yielded the following returns:

	<u>Massive Sulphides</u>	<u>Barren Limestone</u>
% Lead	- 12.13	Nil
% Zinc	- 14.45	Nil
Oz/ton Silver	- 6.30	0.52
Oz/ton Gold	- 0.06	Trace

The pertinent Geological Survey of Canada map for this area revealed that the setting was one of sedimentary rocks along the west flank of an acidic intrusive mass forming the Coxheath Hills. On the east flank of this intrusive is the old Coxheath Mine which had had a somewhat sporadic history of copper production in years gone by. It is presently undergoing renewed investigation by Toronto interests.

In addition, the Marsh property is only a short distance north of the large lead deposit reportedly being developed by Talisman Mines Limited. All-in-all the geological setting appeared structurally favourable for the emplacement of a base sulphide deposit.

Mr. Marsh, on his own, had had both magnetometer and electromagnetic surveys carried out over his 20-claim property with most interesting results. The old mine shaft zone of mineralization had only yielded a minor magnetic response but on line of strike an excellent combined mag. and E-M anomaly had been obtained in an overburden area. Two other similar combined anomalies were also detected during these surveys. None of these had been tested by diamond drilling at the time of my visit. The owner was requesting that at least 2,500 feet of diamond drilling be done in testing the anomalous areas - as this was more or less a self-evident requirement it was agreed to in order to provide a thorough test of the ground.

Preliminary negotiations in regard to an option were effected on the spot and the final deal worked out during the course of the next week.

Respectfully submitted,

O.A. SEEBER  
Consultant.

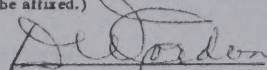
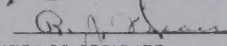


15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table><tr><th></th><th>Total Number of Shares</th><th>Shares Pooled or Escrowed</th></tr><tr><td>Houston &amp; Co. 330 Bay Street, Toronto, Ont.</td><td>317,517</td><td>-</td></tr><tr><td>Lanson Holdings Limited Suite 903, 330 Bay Street, Toronto, Ontario.</td><td>105,200</td><td>-</td></tr><tr><td>James Richardson &amp; Sons 173 Portage Avenue, Winnipeg, Manitoba.</td><td>78,346</td><td>-</td></tr><tr><td>Doherty Roadhouse &amp; Co. 335 Bay Street, Toronto, Ont.</td><td>54,143</td><td>--</td></tr><tr><td>Davidson &amp; Co. 25 Adelaide Street, West, Toronto, Ontario.</td><td>48,915</td><td>-</td></tr></table> <p>Lanson Holdings Limited is the beneficial owner of the shares registered in its name. The beneficial owners of the shares of the Company registered in "street" names as aforementioned are unknown to the Company as such.</p>		Total Number of Shares	Shares Pooled or Escrowed	Houston & Co. 330 Bay Street, Toronto, Ont.	317,517	-	Lanson Holdings Limited Suite 903, 330 Bay Street, Toronto, Ontario.	105,200	-	James Richardson & Sons 173 Portage Avenue, Winnipeg, Manitoba.	78,346	-	Doherty Roadhouse & Co. 335 Bay Street, Toronto, Ont.	54,143	--	Davidson & Co. 25 Adelaide Street, West, Toronto, Ontario.	48,915	-																																		
	Total Number of Shares	Shares Pooled or Escrowed																																																			
Houston & Co. 330 Bay Street, Toronto, Ont.	317,517	-																																																			
Lanson Holdings Limited Suite 903, 330 Bay Street, Toronto, Ontario.	105,200	-																																																			
James Richardson & Sons 173 Portage Avenue, Winnipeg, Manitoba.	78,346	-																																																			
Doherty Roadhouse & Co. 335 Bay Street, Toronto, Ont.	54,143	--																																																			
Davidson & Co. 25 Adelaide Street, West, Toronto, Ontario.	48,915	-																																																			
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	No person has shareholdings large enough to materially effect control of the Company. However, Mr. M.J. Boylen is in a position to materially effect control of the Company provided he is able to obtain proxies from the larger shareholders referred to in Paragraph 15 hereof																																																				
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><tr><th>No. of Shares</th><th>Name of Company</th><th>Cost \$</th><th>Market Price \$</th></tr><tr><td>5,000</td><td>Nudulama Mines Limited</td><td>5,450.00</td><td>525.00</td></tr><tr><td>5,000</td><td>The Coniagas Mines Limited</td><td>14,425.00</td><td>3,150.00</td></tr><tr><td>488,761</td><td>Atlantic Coast Copper Corporation Limited</td><td>317,511.98</td><td>483,873.39</td></tr><tr><td>3,000</td><td>Northern Canada Mines Limited</td><td>7,035.00</td><td>4,950.00</td></tr><tr><td>820</td><td>Wesley Mines Limited</td><td>82.00</td><td>12.30</td></tr><tr><td></td><td></td><td>344,503.98</td><td>492,510.69</td></tr><tr><td>269,000</td><td>Bocabois Gold Mines Limited (188,890 Escrowed)</td><td>1.00</td><td>N.M.V.</td></tr><tr><td>1,536</td><td>Chibougamau Kayrand Mines Limited</td><td>1.00</td><td>N.M.V.</td></tr><tr><td>5,000</td><td>Ontario-Quebec Prospectors Limited</td><td>2,500.00</td><td>N.M.V.</td></tr><tr><td>8,104</td><td>Larmont Mines Limited</td><td>1.00</td><td>N.M.V.</td></tr><tr><td></td><td>Miscellaneous shares and units</td><td>9.00</td><td>N.M.V.</td></tr><tr><td></td><td></td><td>347,015.98</td><td>492,510.69</td></tr></table>	No. of Shares	Name of Company	Cost \$	Market Price \$	5,000	Nudulama Mines Limited	5,450.00	525.00	5,000	The Coniagas Mines Limited	14,425.00	3,150.00	488,761	Atlantic Coast Copper Corporation Limited	317,511.98	483,873.39	3,000	Northern Canada Mines Limited	7,035.00	4,950.00	820	Wesley Mines Limited	82.00	12.30			344,503.98	492,510.69	269,000	Bocabois Gold Mines Limited (188,890 Escrowed)	1.00	N.M.V.	1,536	Chibougamau Kayrand Mines Limited	1.00	N.M.V.	5,000	Ontario-Quebec Prospectors Limited	2,500.00	N.M.V.	8,104	Larmont Mines Limited	1.00	N.M.V.		Miscellaneous shares and units	9.00	N.M.V.			347,015.98	492,510.69
No. of Shares	Name of Company	Cost \$	Market Price \$																																																		
5,000	Nudulama Mines Limited	5,450.00	525.00																																																		
5,000	The Coniagas Mines Limited	14,425.00	3,150.00																																																		
488,761	Atlantic Coast Copper Corporation Limited	317,511.98	483,873.39																																																		
3,000	Northern Canada Mines Limited	7,035.00	4,950.00																																																		
820	Wesley Mines Limited	82.00	12.30																																																		
		344,503.98	492,510.69																																																		
269,000	Bocabois Gold Mines Limited (188,890 Escrowed)	1.00	N.M.V.																																																		
1,536	Chibougamau Kayrand Mines Limited	1.00	N.M.V.																																																		
5,000	Ontario-Quebec Prospectors Limited	2,500.00	N.M.V.																																																		
8,104	Larmont Mines Limited	1.00	N.M.V.																																																		
	Miscellaneous shares and units	9.00	N.M.V.																																																		
		347,015.98	492,510.69																																																		
18. Brief statement of any lawsuits pending or in process against company or its properties.	There are no lawsuits pending or in process against the Company or its properties.																																																				
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	There are no other material contracts entered into by the Company in effect at this time.																																																				
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>The Company proposes to purchase on the open market through member brokers an additional 11,239 shares of Atlantic Coast Copper Corporation Limited in order to increase its holdings in shares of the said Company to a total of 500,000 shares.</p> <p>The shares of the Company to be underwritten and optioned will be in the course of primary distribution to the public.</p> <p>There are no other material facts.</p>																																																				

**CERTIFICATE OF THE COMPANY**

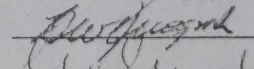
DATED June 19th, 1963.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

  
 CORPORATE SEAL  
 D.W. Gordon  
  
 R.J. Isaacs

**CERTIFICATE OF UNDERWRITER OR OPTIONEE**

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

**DOBIECO LIMITED**  
 "H.W. Knight Jr."   
 "G.W. Gooderham" 